

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

**SONICSOLUTIONS ALGAE CONTROL, LLC,
SONIC SOLUTIONS, LLC, and
ALGAECONTROL.US LLC,**

Plaintiffs/Counter-Defendants

VS.

**DIVERSIFIED POWER INTERNATIONAL, LLC,
and ANTONIO TRIGIANI,**

Defendants/Counter-Plaintiff

*
*
*
*
*
*
*
*
*
*
*
*
*

**Civil Action No.
3:21-cv-30068-KAR**

REQUEST TO TAKE JUDICIAL NOTICE

Defendants, Diversified Power International, LLC ("DPI") and Antonio Trigiani ("Trigiani"), pursuant to Fed. R. Evid. 201(b) or 201(c)(2), and based on the documents attached hereto certified by the Office of the Tennessee Secretary of State, requests the Court to take judicial notice of the facts that Defendant DPI and Hydro BioScience, LLC are Tennessee limited liability companies and separate legal entities. Defendants further request that based on these official records reflecting that these two companies are separate legal entities and that the Court further take judicial notice that Hydro BioScience, LLC is not the legal successor of DPI. These undisputed facts are submitted in support of DPI and Trigiani's response in opposition to Plaintiffs' motion to amend complaint. DPI and Trigiani submit that such facts are not subject to reasonable dispute. See State National Bank of Big Spring v. Law, 938 F. Supp. 2d 127, 157 n. 27 (D.D.C.

2013) (taking judicial notice of foreclosure information on government website in context of deciding Rule 12(b)(1) motion to dismiss); See also Swindol v. Aurora Flight Scis. Corp., 805 F.3d 516, 519 (5th Cir. 2015) (taking judicial notice of public records through Mississippi Secretary of State and Virginia Corporation Commission's websites).

WHEREFORE, Defendants request that the Court take judicial notice of the facts that DPI and Hydro BioScience, LLC are separate legal entities and Hydro BioScience, LLC is not the legal successor of or to DPI.

HUNTER, SMITH & DAVIS, LLP

By: /s/Mark S. Dessauer

Mark S. Dessauer, Esq.
TN BPR NO.: 010421
1212 North Eastman Road
Post Office Box 3740
Kingsport, Tennessee 37664-0740
dessauer@hsdlaw.com
(423) 378-8840; Fax: (423) 378-8801
Admitted Pro Hac Vice

Karen Sutherland, Esq.
Mass. Bar No. 684923
THE SUTHERLAND LAW FIRM, LLC
123 Main Street, Suite B
Belfast, Maine 04915
(207) 218-1524/ (207) 218-1624
ksutherland@thesutherlandlawfirm.com

***Attorneys for Defendants/Counter-
Plaintiffs***

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on February 7, 2022, the foregoing **Request to Take Judicial Notice** was filed electronically. Notice of this filing will be sent by operation of the Court's electronic filing system to all parties indicated on the electronic filing receipt. All other parties have been served by hand delivery, overnight delivery, facsimile transmission, or by mailing a copy of same by United States Mail, postage prepaid.

Bulkley, Richardson and Gelinas, LLP
James C. Duda, Esq.
Lauren C. Ostberg, Esq.
jduda@bulkley.com
lostberg@bulkley.com

HUNTER, SMITH & DAVIS, LLP

/s/Mark S. Dessauer
Mark S. Dessauer



Tre Hargett
Secretary of State

Division of Business Services
Department of State
State of Tennessee
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102

RENEE GASKINS

1212 N. EASTMAN ROAD, P.O. BOX 3740
KINGSPORT, TN 37664

February 7, 2022

Request Type: Certificate of Existence/Authorization

Request #: 0458635

Issuance Date: 02/07/2022

Copies Requested: 1

Document Receipt

Receipt #: 006905342

Filing Fee: \$20.00

Payment-Credit Card - State Payment Center - CC #: 3823144395

\$20.00

Regarding: DIVERSIFIED POWER INTERNATIONAL, LLC

Filing Type: Limited Liability Company - Domestic

Control #: 382005

Formation/Qualification Date: 12/28/1999

Date Formed: 12/28/1999

Status: Active

Formation Locale: TENNESSEE

Duration Term: Perpetual

Inactive Date:

Business County: SULLIVAN COUNTY

CERTIFICATE OF EXISTENCE

I, Tre Hargett, Secretary of State of the State of Tennessee, do hereby certify that effective as of the issuance date noted above

DIVERSIFIED POWER INTERNATIONAL, LLC

* is a Limited Liability Company duly formed under the law of this State with a date of incorporation and duration as given above;

* has paid all fees, interest, taxes and penalties owed to this State (as reflected in the records of the Secretary of State and the Department of Revenue) which affect the existence/authorization of the business;

* has filed the most recent annual report required with this office;

* has appointed a registered agent and registered office in this State;

* has not filed Articles of Dissolution or Articles of Termination. A decree of judicial dissolution has not been filed.

Tre Hargett
Secretary of State

Processed By: Cert Web User

Verification #: 051544924



Tre Hargett
Secretary of State

Hydro BioScience, LLC
414 CENTURY COURT
PINEY FLATS, TN 37686

BK/PG: 3462/691-693
21018805

3 PGS:AL-ARTICLES	
REVONDA BATCH: 264938	
08/23/2021 - 08:00 AM	
VALUE	0.00
MORTGAGE TAX	0.00
TRANSFER TAX	0.00
RECORDING FEE	5.00
DP FEE	2.00
REGISTER'S FEE	0.00
TOTAL AMOUNT	7.00
STATE OF TENNESSEE, SULLIVAN COUNTY	
SHEENA R TINSLEY	
REGISTER OF DEEDS	

Division of Business Services
Department of State
State of Tennessee
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102

August 17, 2021

Filing Acknowledgment

Please review the filing information below and notify our office immediately of any discrepancies.

SOS Control # :	001230121	Formation Locale:	TENNESSEE
Filing Type:	Limited Liability Company - Domestic	Date Formed:	08/17/2021
Filing Date:	08/17/2021 12:50 PM	Fiscal Year Close:	12
Status:	Active	Annual Report Due:	04/01/2022
Duration Term:	Perpetual	Image # :	B1087-0519
Managed By:	Member Managed		
Business County:	SULLIVAN COUNTY		

Document Receipt

Receipt # : 006570410	Filing Fee:	\$300.00
Payment-Credit Card - State Payment Center - CC #: 3812531298		\$300.00

Registered Agent Address:
ANTONIO TRIGIANI
414 CENTURY COURT
PINEY FLATS, TN 37686

Principal Address:
414 CENTURY COURT
PINEY FLATS, TN 37686

Congratulations on the successful filing of your **Articles of Organization** for **Hydro BioScience, LLC** in the State of Tennessee which is effective on the date shown above. You must also file this document in the office of the Register of Deeds in the county where the entity has its principal office if such principal office is in Tennessee. Please visit the Tennessee Department of Revenue website (www.tn.gov/revenue) to determine your online tax registration requirements. If you need to obtain a Certificate of Existence for this entity, you can request, pay for, and receive it from our website.

You must file an Annual Report with this office on or before the Annual Report Due Date noted above and maintain a Registered Office and Registered Agent. Failure to do so will subject the business to Administrative Dissolution/Revocation.

Tre Hargett
Secretary of State



001230121

ARTICLES OF ORGANIZATION LIMITED LIABILITY COMPANY

SS-4270



Tre Hargett
Secretary of State

Division of Business Services
Department of State
State of Tennessee
312 Rosa L. Parks AVE, 6th FL.
Nashville, TN 37243-1102
(615) 741-2286

Filing Fee: \$50.00 per member
(minimum fee = \$300.00, maximum fee = \$3,000.00)

For Office Use Only

-FILED-

Control # 001230121

The Articles of Organization presented herein are adopted in accordance with the provisions of the Tennessee Revised Limited Liability Company Act.

1. The name of the Limited Liability Company is: Hydro BioScience, LLC

(Note: Pursuant to the provisions of T.C.A. §48-249-106, each Limited Liability Company name must contain the words "Limited Liability Company" or the abbreviation "LLC" or "L.L.C.")

2. Name Consent: (Written Consent for Use of Indistinguishable Name)

☐ This entity name already exists in Tennessee and has received name consent from the existing entity.

3. This company has the additional designation of: None

4. The name and complete address of the Limited Liability Company's initial registered agent and office located in the state of Tennessee is:

ANTONIO TRIGIANI
414 CENTURY COURT
PINEY FLATS, TN 37686
SULLIVAN COUNTY

5. Fiscal Year Close Month: December

6. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date and time is:
(none) (Not to exceed 90 days)

7. The Limited Liability Company will be:

☒ Member Managed

☐ Manager Managed

☐ Director Managed

8. Number of Members at the date of filing: 1

9. Period of Duration: Perpetual

10. The complete address of the Limited Liability Company's principal executive office is:

414 CENTURY COURT
PINEY FLATS, TN 37686
SULLIVAN COUNTY



ARTICLES OF ORGANIZATION LIMITED LIABILITY COMPANY

SS-4270



Tre Hargett
Secretary of State

Division of Business Services
Department of State
State of Tennessee
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102
(615) 741-2286

Filing Fee: \$50.00 per member
(minimum fee – \$300.00, maximum fee = \$3,000.00)

For Office Use Only

-FILED-

Control # 001230121

The name of the Limited Liability Company is: Hydro BioScience, LLC

11. The complete mailing address of the entity (if different from the principal office) is:

414 CENTURY COURT
PINEY FLATS, TN 37686

12. Non-Profit LLC (required only if the Additional Designation of "Non-Profit LLC" is entered in section 3.)

- ☐ I certify that this entity is a Non-Profit LLC whose sole member is a nonprofit corporation, foreign or domestic, incorporated under or subject to the provisions of the Tennessee Nonprofit Corporation Act and who is exempt from franchise and excise tax as not-for-profit as defined in T.C.A. §67-4-2004. The business is disregarded as an entity for federal income tax purposes.

13. Professional LLC (required only if the Additional Designation of "Professional LLC" is entered in section 3.)

- ☐ I certify that this PLLC has one or more qualified persons as members and no disqualified persons as members or holders.

Licensed Profession:

14. Series LLC (optional)

- ☐ I certify that this entity meets the requirements of T.C.A. §48-249-309(a) & (b)

15. Obligated Member Entity (list of obligated members and signatures must be attached)

- ☐ This entity will be registered as an Obligated Member Entity (OME) Effective Date: (none)
☐ I understand that by statute: THE EXECUTION AND FILING OF THIS DOCUMENT WILL CAUSE THE MEMBER(S) TO BE PERSONALLY LIABLE FOR THE DEBTS, OBLIGATIONS AND LIABILITIES OF THE LIMITED LIABILITY COMPANY TO THE SAME EXTENT AS A GENERAL PARTNER OF A GENERAL PARTNERSHIP. CONSULT YOUR ATTORNEY.

16. This entity is prohibited from doing business in Tennessee:

- ☐ This entity, while being formed under Tennessee law, is prohibited from engaging in business in Tennessee.

17. Other Provisions:

Electronic

Signature

Antonio Trigiani

Printed Name

Organizer

Title/Signer's Capacity

Aug 17, 2021 12:50PM

Date